

**FRANKLIN CREDIT MANAGEMENT CORPORATION**

**101 Hudson Street, 25<sup>th</sup> Floor  
Jersey City, NJ 07302**

**NOTICE OF INTERNET AVAILABILITY OF INFORMATION STATEMENT MATERIALS**

To Our Stockholders:

On October 7, 2014, the Board of Directors of Franklin Credit Management Corporation (the “Company”), at a meeting of the Board of Directors, and the holders of a majority of the common stock of the Company, by written consent in lieu of a stockholder meeting, have approved amendments to our Certificate of Incorporation to effect a Reverse/Forward Split of the Company’s \$0.01 par value common stock (“Common Stock”), at an exchange ratio of 1-for-200 shares of outstanding Common Stock, immediately followed by a forward stock split of the Company’s outstanding Common Stock, at an exchange ratio of 200-for-1 shares of outstanding Common Stock (the “Reverse/Forward Split”). Holders of record of less than one share as a result of the Reverse Split will be cashed out at the rate of \$0.50 per pre-split share. Holders of record of at least one share as a result of the Reverse Split will not be entitled to receive any cash payment.

On October 7, 2014, these amendments were approved by holders of a majority of the Company’s Common Stock. The amendments to the Company’s Certificate of Incorporation are expected to be effective on or about January 5, 2015. This Information Statement, which is being first sent or given on or about November 24, 2014, is being furnished to all stockholders of record as of the close of business on October 7, 2014.

The Information Statement is being furnished to you for information only and you are not required to take any action.

**Important Notice Regarding the Availability of Information Statement Materials**

Pursuant to Securities and Exchange Commission Rule 14a-16(a) (and as required by Rule 14c-2), you are receiving this notice that the Information Statement is available on the Internet. This communication provides only a brief overview of the more complete Information Statement. We encourage you to access and review all of the important information contained in the Information Statement. The Company is not soliciting proxy or consent authority, but is furnishing an information statement pursuant to 17 C.F.R. §240.14c-2. In accordance with 17 C.F.R. §240.14c-2(f), this notice is being sent separately from other types of security holder communications and does not accompany any other documents or materials. The Company is making the Information Statement available through the Internet rather than utilizing the full set delivery option in an attempt to save additional expenses associated with the printing and mailing of the Information Statement.

The amendments to the Company’s Certificate of Incorporation to effect the Reverse/Forward Split may not be filed with the Secretary of the State of Delaware any earlier than 40 calendar days after the Notice of Internet Availability of Information Statement Materials is first sent to the stockholders (i.e., on or after January 5, 2015).

Follow the instructions below to view the materials or request printed or e-mail copies.

**This Notice of Internet Availability of Information Statement Materials and the Information Statement are available through the Franklin Credit Management Corporation Investor Relations link on our website at [www.franklincredit.com](http://www.franklincredit.com).**

If you want to receive a paper or e-mail copy of these documents, you must request one. There is no charge to you for requesting a paper or e-mail copy. Please make your request for a copy by one of the following methods on or before December 22, 2014 to facilitate timely delivery.

- E-mail to [pmoy@franklincredit.com](mailto:pmoy@franklincredit.com).
- Mail at Franklin Credit Management Corporation, Attention: Pansy Moy, 101 Hudson Street, 25<sup>th</sup> Floor, Jersey City, NJ 07302.
- Telephone call to Pansy Moy at Franklin Credit Management Corporation at (800) 650-7720.

**WE ARE NOT ASKING FOR A PROXY AND YOU ARE REQUESTED NOT TO SEND US A PROXY.**

By Order of the Board of Directors:

/s/ Thomas J. Axon

Thomas J. Axon  
President and  
Chairman of the Board of Directors

Jersey City, NJ  
November 18, 2014